

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS
CENTRAL DIVISION

DONALD P. SPEAKMAN, STEPHEN H.
WEDEL, and MARK L. ROBARE,
Individually and On Behalf of All Others
Similarly Situated,

Plaintiffs and
Counterclaim Defendants,

v.

ALLMERICA FINANCIAL LIFE INS. &
ANNUITY CO., FIRST ALLMERICA
FINANCIAL LIFE INS. CO., and
ALLMERICA FINANCIAL CORP.,

Defendants and
Counterclaim Plaintiffs.

Civil Action No. 4:04-cv-40077-FDS

AFFIDAVIT OF BRETT R. BUDZINSKI
REGARDING CLASS NOTICE AND REQUESTS FOR EXCLUSION

I, Brett R. Budzinski, declare and state as follows:

1. I am an associate at the law firm of Wilmer Cutler Pickering Hale and Dorr LLP, counsel for Allmerica Financial Life Insurance & Annuity Company, First Allmerica Financial Life Insurance Company, and The Hanover Insurance Group, Inc. formerly known as Allmerica Financial Corporation (collectively, "Defendants") in the above-captioned action. I am an attorney in good standing admitted to the bars of the Commonwealth of Massachusetts and this Court.

2. I submit this affidavit to attest to the procedures undertaken to comply with the provisions of the Court's June 26, 2006 Order Preliminarily Certifying a Class for Settlement Purposes Only, Appointing Lead Counsel for the Class, Directing Issuance of a Class Notice to

the Class, and Scheduling a Fairness Hearing (“Hearing Order”) regarding issuance of the Class Notice and Requests for Exclusion.

I. CLASS NOTICE

3. Paragraph 9 of the Hearing Order directed the mailing of the Class Notice by first-class mail, postage prepaid, to the last known address of each member of the Class on or before June 27, 2006.

4. On June 27, 2006, I supervised the preparation and mailing of the Class Notice to the last known address (as reflected in Allmerica’s records) of each of the 132 members of the Class.

5. The Post Office returned two of the 132 Class Notices due to address problems, and Plaintiffs’ Counsel notified me that an additional member of the Class did not receive a Class Notice. In each instance, I identified an updated address and re-mailed the Class Notice on or before July 17, 2006 pursuant to the re-mailing procedures set forth in paragraph 9(b) of the Hearing Order. None of the re-mailed Class Notices were returned by the Post Office.

II. REQUESTS FOR EXCLUSION

6. Pursuant to paragraph 15 of the Hearing Order, I supervised the opening of Post Office Box 961485 in the name of the Clerk of the Court for purposes of receiving Requests for Exclusion from members of the Class. Paragraph 13(a) of the Hearing Order provided, *inter alia*, that any such Requests for Exclusion be postmarked on or before July 27, 2006.

7. At my direction, a colleague checked the Post Office Box multiple times each week beginning the day after the mailing of the Class Notice and continuing through the date of this affidavit.

8. Requests for Exclusion, each postmarked on or before July 25, 2006, were received from the following nine members of the Class:

1. Stephan Oster
2. Virdyn Caldwell
3. William Bates
4. William Mihm
5. Thomas Stroyne
6. James Kuekan
7. John Vaughan
8. David Bellis
9. Estate of Ben Franklin

I attach these Requests for Exclusion as Exhibits 1-9.

9. Paragraph 13(a) of the Hearing Order also required members of the Class to send copies of Requests for Exclusion to Defendants' Counsel and Lead Counsel for Plaintiffs. My office did not receive a copy of any such Request other than the nine listed above that were received by the Post Office Box.

I declare, under the pains and penalties of perjury that the foregoing is true and correct.

Executed on August 10, 2006

/s/ Brett R. Budzinski

Brett R. Budzinski

CERTIFICATE OF SERVICE

I hereby certify that on the 10th day of August 2006, I served a true copy of the above document by e-mail and first-class mail on:

Nancy Freeman Gans
Moulton & Gans, P.C.
55 Cleveland Road
Wellesley, MA 02481

Stephen L. Hubbard, Esq.
Robert W. Biederman, Esq.
David M. Grossman, Esq.
Hubbard & Biederman, LLP
1717 Main Street, Suite 4700
Dallas, TX 75201

/s/ Brett R. Budzinski
Brett R. Budzinski